

OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

Informational Statement pursuant to Section 6-102(d) of the Public Utilities Act in connection with the proposed issuance and sale of up to \$250 million aggregate principal amount of bonds or notes or a combination thereof, in one or more series.

01-0655

The proceeds realized from the issuance of the Series KK Bonds have

been used to redeem the Company's previously issued \$50,000,000, 6.875% First and Refunding Mortgage Bonds, Series X.

No entity is or became an "affiliated interest" of the Company within the meaning of section 7-101 of the Illinois Public Utilities Act as a result of acquiring the Series KK Bonds.

On February 27, 2003, the Company also issued and sold its \$50,000,000 First and Refunding Mortgage Bonds, Series MM-1, to the initial purchaser, Banc One Capital Markets, Inc., at 99.317% of the principal amount (i.e., \$99.317 per one hundred dollars face amount) for an aggregate consideration of \$49,658,500. The Series MM-1 Bonds, which will mature on March 1, 2010, will bear interest at a rate of 4.00% per annum. On October 15, 2003, Peoples Gas completed a registered exchange offer of \$50,000,000 principal amount of 4.00% Series MM-2 bonds due March 1, 2010 for all of the outstanding Series MM-1 bonds.

The proceeds realized from the sale of the Series MM-1 Bonds has been used for the purpose of refunding short-term indebtedness.

No entity is or became an "affiliated interest" of the Company within the meaning of section 7-101 of the Illinois Public Utilities Act as a result of acquiring the Series MM-1 Bonds.

On April 29, 2003, the Company also issued and sold its \$75,000,000 First and Refunding Mortgage Bonds, Series NN-1, to the initial purchasers, Banc of America Securities LLC and U.S. Bancorp Piper Jaffray, Inc., at 99.920% of the principal amount (i.e., \$99.920 per one hundred dollars face amount) for an aggregate consideration of \$74,940,000. The Series NN-1 Bonds, which will mature on May 1, 2013, will bear interest at a rate of 4.625% per annum. On October 15, 2003, Peoples Gas completed a registered exchange offer of \$75,000,000 principal amount of 4.625% Series NN-2 bonds due May 1, 2013 for all of the outstanding Series NN-1 bonds.

The proceeds realized from the sale of the Series NN-1 Bonds has been

used for the purpose of refunding the \$75,000,000, 6.37% First and Refunding Mortgage Bonds, Series CC.

No entity is or became an "affiliated interest" of the Company within the meaning of section 7-101 of the Illinois Public Utilities Act as a result of acquiring the Series NN-1 Bonds.

During the period ended December 31, 2003, the Company incurred the following expenses on its books in connection with the issuance and sale of said Series KK, MM-2 and NN-2 bonds:

	<u>Three Months Ended December 31, 2003</u>	<u>Cumulative Total at December 31, 2003</u>
Series KK		
-Accounting Fee		\$23,000.00
-Legal Fees and Expenses		109,682.66
-Rating Fee		30,000.00
-Insurance Fee		1,287,142.36
-Underwriters Discount		381,150.00
-IDFA Issuance Fee		92,500.00
-Trustee Fee		7,350.00
-Acceptance Fee		1,500.00
Series MM-2		
-Filing Fee	\$15,867.28	\$15,867.28
-Accounting Fee		34,000.00
-Rating Fee		66,800.00
-Initial Purchaser's Fee		312,500.00
-Legal Fees and Expenses		41,380.76
-SEC Registration Fee		4,045.00
-Acceptance Fee		1,500.00
-ICC Issuance Fee		100,000.00
Series NN-2		
-Filing Fee	\$15,867.28	\$15,867.28
-Accounting Fee		25,000.00
-Rating Fee		86,250.00
-Legal Fees and Expenses		17,101.28
-Acceptance Fee		1,500.00
-SEC Registration fee		6,068.00
-Underwriters Discount		487,500.00
-ICC Issuance Fee		150,000.00
Illinois Commerce Commission		
-ICC Issuance Fee-Future Issues	<u>0.00</u>	<u>\$150,000.00</u>
Total	<u>\$31,734.56</u>	<u>\$3,447,704.62</u>

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

GERARD T. FOX, being first duly sworn, on oath states that he is Vice President of Administration of The Peoples Gas Light and Coke Company, that he has read the foregoing report and knows the contents thereof, and that the facts stated therein are true to the best of his knowledge, information and belief.

Gerard T. Fox
Gerard T. Fox

Subscribed and sworn to before me this 14 day of February, 2004

Carol B. Kelly
Notary Public

My Commission Expires:

March 27, 2006

